

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
FORM 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported)

December 18, 2023

(Commission File Number)	(Exact Name of Registrants as Specified in Their Charters)	(I.R.S. Employer Identification No.)
1-12579	OGE ENERGY CORP.	73-1481638
1-1097	OKLAHOMA GAS AND ELECTRIC COMPANY	73-0382390

Oklahoma

(State or Other Jurisdiction of Incorporation)

321 North Harvey	P.O. Box 321	Oklahoma City	Oklahoma	73101-0321
(Address of Principal Executive Offices)				(Zip Code)

(405) 553-3000

(Registrant's telephone number, including area code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Registrant	Title of each class	Trading Symbol(s)	Name of each exchange on which registered
OGE Energy Corp.	Common Stock	OGE	New York Stock Exchange
Oklahoma Gas and Electric Company	None	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01. Entry into a Material Definitive Agreement

OGE Energy Corp. ("OGE Energy") is the parent company of Oklahoma Gas and Electric Company ("OG&E"), a regulated electric company with approximately 894,000 customers in Oklahoma and western Arkansas.

As previously disclosed, in December 2021, OGE Energy and OG&E each entered into \$550.0 million unsecured five-year revolving credit facilities, and in December 2022, those credit facilities were amended to extend their term for one year, until December 2027, and to provide the option of extending each of such commitments for up to two additional one-year periods. Effective December 18, 2023, OGE Energy and OG&E each utilized one of those extensions to extend the maturity of their respective credit facility to December 18, 2028 (collectively, the "Extension"). The terms of the amended credit facilities were otherwise unchanged.

A copy of the Extension is filed as Exhibit 10.01 to this Current Report and is incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
10.01	<u>Letter of extension dated as of December 18, 2023 for OGE Energy's and OG&E's credit agreements dated as of December 17, 2021, as amended, by and among OGE Energy and OG&E, for their respective credit facility, the Lenders thereto, Wells Fargo Bank, National Association, as Agent, JPMorgan Chase Bank, N.A. and Mizuho Bank, Ltd., as Co-Syndication Agents, and MUFG Bank, Ltd., Royal Bank of Canada and U.S. Bank National Association, as Co-Documentation Agents.</u>
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

This combined Current Report on Form 8-K is being filed separately by OGE Energy and OG&E (Registrants). Information contained herein relating to any individual Registrant has been filed by such Registrant on its own behalf. No Registrant makes any representation as to information relating to any other Registrant.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OGE ENERGY CORP.
OKLAHOMA GAS AND ELECTRIC COMPANY
(Registrant)

By: _____ /s/ Sarah R. Stafford
Sarah R. Stafford
Controller and Chief Accounting Officer

December 20, 2023

November 8, 2023

To: OGE Energy Corp./Oklahoma Gas and Electric Company Bank Group

From: Wells Fargo Bank, National Association, as Administrative Agent

Re: (i) OGE Energy Corp. ("OGE") \$550 Million Amended and Restated Credit Agreement dated as of December 17, 2021 (the "OGE Credit Agreement") and (ii) Oklahoma Gas and Electric Company ("OG&E") \$550 Million Amended and Restated Credit Agreement dated as of December 17, 2021 (the "OG&E Credit Agreement") and together with the OGE Credit Agreement, the "Credit Agreements")

Reference is hereby made to the Credit Agreements described above. Capitalized terms used herein without definition shall have the meanings ascribed to such terms in the Credit Agreements.

Pursuant to Section 2.21 of the OGE Credit Agreement, OGE has requested that the Revolving Credit Termination Date be extended for an additional one year until December 18, 2028. OGE has agreed to pay each Lender approving the extension a fee equal to 0.06% of such Lender's Commitment; provided that such fee shall only be payable if and when the extension of the Revolving Credit Termination Date until December 18, 2028 becomes effective.

Pursuant to Section 2.21 of the OG&E Credit Agreement, OG&E has requested that the Revolving Credit Termination Date be extended for an additional one year until December 18, 2028. OG&E has agreed to pay each Lender approving the extension a fee equal to 0.06% of such Lender's Commitment; provided that such fee shall only be payable if and when the extension of the Revolving Credit Termination Date until December 18, 2028 becomes effective.

Please insert your institution's name and indicate on the following page whether you consent to the requested extension of the Revolving Credit Termination Date for each of the OGE Credit Agreement and the OG&E Credit Agreement until December 18, 2028, and email a PDF copy of this letter to Bernard Funk at Robinson, Bradshaw & Hinson, P.A. (bfunk@robinsonbradshaw.com).

The extension of the Revolving Credit Termination Date under the OGE Credit Agreement and the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028 shall become effective with respect to the Commitments of each Lender approving such extension on December 18, 2023.

Your response is requested **prior to 3:00 p.m. (ET) on November 29, 2023.**

Please contact Allison Morast (phone: 704-410-4265; email: allison.morast@wellsfargo.com) if you have any questions.

Thank you for your attention to this matter.

Wells Fargo, National Association hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Patrick Engel

Name: Patrick Engel

Title: Managing Director

Date: November 15, 2023

JPMorgan Chase Bank N.A. hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Oswin Joseph

Name: Oswin Joseph

Title: Executive Director

Date: November 29, 2023

Mizuho Bank, Ltd. hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Edward Sacks

Name: Edward Sacks

Title: Authorized Signatory

Date: November 29, 2023

MUFG BANK, LTD. hereby (select one):

Lender Name

X _____ CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X _____ CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Nietzsche Rodricks

Name: Nietzsche Rodricks

Title: Managing Director

Date: November 29, 2023

ROYAL BANK OF CANADA hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Meg Donnelly

Name: Meg Donnelly

Title: Authorized Signatory

U.S. Bank National Association hereby (select one):
Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ John Prigge

Name: John Prigge

Title: Senior Vice President

Date: November 27, 2023

BANK OF AMERICA N.A. hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Dee Dee Farkas

Name: Dee Dee Farkas

Title: Managing Director

Date: November 27th, 2023

BARCLAYS BANK PLC hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Sydney G. Dennis

Name: Sydney G. Dennis

Title: Director

Date: November 29, 2023

MORGAN STANLEY BANK, N.A. hereby (select one):
Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Michael King

Name: Michael King

Title: Authorized Signatory

Date: November 29, 2023

PNC BANK, NATIONAL ASSOCIATION hereby (select one):
Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Joseph McElhinny

Name: Joseph McElhinny

Title: Senior Vice President

Date: November 28, 2023

The Bank of Nova Scotia hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ David Dewar

Name: David Dewar

Title: Director

Date: November 29, 2023

BOKF NA, DBA BANK OF OKLAHOMA hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Parker Dooly

Name: Parker Dooly

Title: Senior Vice President

Date: November 27, 2023

Bank of Communications Co., Ltd., New York Branch hereby (select one):

Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Xuetao Wang

Name: Xuetao Wang

Title: Deputy General Manager

Date: November 29, 2023

BancFirst hereby (select one):
Lender Name

X CONSENTS to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OGE Credit Agreement to December 18, 2028.

X CONSENTS to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

_____ DOES NOT consent to the extension of the Revolving Credit Termination Date under the OG&E Credit Agreement to December 18, 2028.

By: /s/ Matt Crew

Name: Matt Crew

Title: Senior Vice President

Date: November 27, 2023
